

IV3 AQUA HOLDING A/S ANNUAL REPORT 2022



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COMPANY INFORMATION

Iv3 Aqua Holding A/S
Esplanaden 50
1263 Copenhagen

Homepage: www.apmoller.com
Business Registration No.: 42 23 92 83
Founded: 22 March 2021

BOARD OF DIRECTORS

Douglas Richard Brown (Chair)
Johan Pedersson Lilliehöök (Vice Chair)
Kim Fejfer
Kwok Hing Frederick Hung
Olaf Nicolai Krohg
Paul Thaddeus Hanrahan

EXECUTIVE BOARD

Brighton Mudzingwa

AUDITOR

PricewaterhouseCoopers
Statsautoriseret Revisionspartnerselskab



MANAGEMENT REVIEW

The objective of the company is to invest, directly or indirectly through other companies, in cash flow generating assets within the fields of water production, distribution and treatment, and wastewater treatment and collection, and such other activities which in the discretion of the board of directors are related thereto.

PROFIT/LOSS FOR THE YEAR

Loss for the year after tax amounted to USD 3.6m (USD 1.4m).

The result for the year is proposed distributed to retained earnings. No dividend is proposed for 2022.

As of 31 December 2022, the equity amounted to USD 11.5m (USD 1.3m).



INCOME STATEMENT FOR 1 JANUARY TO 31 DECEMBER

Note	Amounts in USD	2022	2021
	Other external expenses	- 4,086,087	- 1,666,927
1	Staff costs	- 253,333	- 66,667
	Loss before financial items	- 4,339,420	- 1,733,594
	Income from associated companies	798,613	0
	Other financial income	46,178	1,692
	Other financial expenses	- 56,693	- 4,095
	Loss before tax	- 3,551,322	- 1,735,997
	Tax on loss for the year	- 43,292	381,609
	Net loss for the year	- 3,594,614	- 1,354,388
	Distribution of net loss for the year		
	Retained earnings	- 3,594,614	- 1,354,388
	Net loss for the year	- 3,594,614	- 1,354,388

BALANCE SHEET AS OF 31 DECEMBER

Assets

Note	Amounts in USD	2022	2021
	Fixed assets		
	Investments in subsidiaries	2	2
	Investments in associated companies	9,746,996	0
	Total fixed assets	9,746,998	2
	Current assets		
	Receivables from affiliates	0	1,461
	Tax receivables	48,509	381,609
	Prepayments	486,515	795,451
	Total receivables	535,024	1,178,521
	Cash and bank balances	1,219,517	204,297
	Total current assets	1,754,541	1,382,818
	Total assets	11,501,539	1,382,820

Equity and Liabilities

Note	Amounts in USD	2022	2021
	Equity		
	Share capital	737,027	128,127
	Retained earnings	10,718,926	1,183,257
	Total equity	11,455,953	1,311,384
	Short-term debt		
	Trade payables	4,898	71,436
	Other payables	40,688	0
	Total short-term debt	45,586	71,436
	Total liabilities	45,586	71,436
	Total equity and liabilities	11,501,539	1,382,820

- 2 Related parties
- 3 Contingent liabilities
- 4 Significant accounting policies



STATEMENT OF CHANGES IN EQUITY

Amounts in USD	Share capital	Retained earnings	Total
Contribution on formation 22 March 2021	64,832	0	64,832
Capital increase	63,295	2,537,645	2,600,940
Net loss for the year	0	-1,354,388	-1,354,388
Equity as of 31 December 2021	128,127	1,183,257	1,311,384
Capital increase	608,900	13,130,283	13,739,183
Net loss for the year	0	-3,594,614	-3,594,614
Equity as of 31 December 2022	737,027	10,718,926	11,455,953

Note 1: Staff costs

Apart from the Executive Board, Iv3 Aqua Holding A/S has not had any employees in 2022.

The Board of Directors have received USD 253,333 (USD 66,667) in board fees from the company in 2022. The Executive Board has not received any remuneration from the company. The Executive Board and Board of Directors are either remunerated directly from the company or from A.P. Møller Holding A/S.

Note 2: Related parties

The company has not entered into any transactions with related parties that were not on an arm's length basis.

CONSOLIDATED FINANCIAL STATEMENTS

Iv3 Aqua Holding A/S is included in the consolidated financial statements for A.P. Møller Holding A/S, Copenhagen, Denmark, Business Registration No 25 67 92 88. The consolidated financial statement of A.P. Møller Holding A/S can be required at www.cvr.dk.

Note 3: Contingent liabilities

The company is included in national joint taxation with Danish companies in the A.P. Møller Holding group. The company is jointly and severally liable for the payment of taxes and withholding tax.

Note 4: Significant accounting policies

The Financial Statements for 2022 for Iv3 Aqua Holding A/S have been prepared on a going concern basis and in accordance with the provisions of the Danish Financial Statements Act applying to enterprises of reporting class B, with a selection of certain requirements from reporting class C.

With reference to section 110 of the Danish Financial Statements Act, the company has not prepared consolidated financial statements.

The accounting policies applied to the financial statements are consistent with those applied last year. The financial statements are presented in USD. Ultimo exchange rate USD/DKK 2022: 6.9672 (2021: 6.5574)

FOREIGN CURRENCY TRANSLATION

Transactions in currencies other than the functional currency are translated at the exchange rate prevailing on the date of the transaction. Monetary items in foreign currencies not settled at the balance sheet date are translated at the exchange rate as per the balance sheet date. Foreign exchange gains and losses are included in the income statement as financial income or expenses.

INCOME STATEMENT

Other external expenses

Other external expenses comprise expenses for administration, office supplies, etc.

Staff costs

Staff costs comprise board fees.

Income from subsidiaries and associated companies

Income from subsidiaries and associated companies comprises dividends received from either subsidiaries or associated companies.

Other financial income and expenses

Other financial items comprise interest expenses and income, bank fees, net exchange gains and losses on transactions in foreign currencies etc.

Tax

Tax comprises an estimate of current and deferred income tax as well as adjustments to previous years of those.

Tax is recognised in the income statement to the extent it arises from items recognised in the income statement.

Note 4: Significant accounting policies - continued

BALANCE SHEET

Investments in subsidiaries and associated companies

Investments in subsidiaries and associated companies are measured at cost. The investments are written down to any lower net realisable value if it is lower than the carrying amount.

Receivables

Receivables are generally recognised at nominal value, substantially corresponding to amortised cost and impaired for expected losses. Impairment of receivables are based on the expected loss model as described in IFRS 9.

Prepayment

Prepayment comprise prepaid Advisory fee to the company's subsidiary.

Cash and bank balances

Cash and bank balances comprise cash in bank deposits.

Liabilities

Other financial liabilities are measured at amortised cost, substantially corresponding to nominal value.



MANAGEMENT'S STATEMENT

Copenhagen, 10 March 2023

Executive Board

Brighton Mudzingwa

Board of Directors

Douglas Richard Brown
Chair

Johan Pedersson Lilliehöök
Vice Chair

Kim Fejfer

Kwok Hing Frederick Hung

Olaf Nicolai Krohg

Paul Thaddeus Hanrahan

The Executive Board and Board of Directors have today considered and adopted the Annual Report of Iv3 Aqua Holding A/S for the financial year 1 January – 31 December 2022.

The Annual Report is prepared in accordance with the Danish Financial Statements Act.

In our opinion, the Financial Statements give a true and fair view of the financial position at 31 December 2022 of the company and of the results of the company's operations for 2022.

In our opinion, Management Review includes a true and fair account of the development in the operations and financial circumstances of the company, of the results for the year and of the financial position of the company as well as a description of the most significant risks and elements of uncertainty facing the company.

We recommend that the Annual Report be adopted at the Annual General Meeting.

INDEPENDENT AUDITOR'S REPORT

To the shareholders of Iv3 Aqua Holding A/S

OPINION

In our opinion, the Financial Statements give a true and fair view of the financial position of the company at 31 December 2022, and of the results of the company's operations for the financial year 1 January-31 December 2022 in accordance with the Danish Financial Statements Act.

We have audited the Financial Statements of Iv3 Aqua Holding A/S for the financial year 1 January-31 December 2022, which comprise income statement, balance sheet, statement of changes in equity and notes, including a summary of significant accounting policies ("financial statements").

BASIS FOR OPINION

We conducted our audit in accordance with International Standards on Auditing (ISAs) and the additional requirements applicable in Denmark. Our responsibilities under those standards and requirements are further described in the *Auditor's Responsibilities for the Audit of the Financial Statements* section of our report. We are independent of the Company in accordance with the International Ethics Standards Board for Accountants'

International Code of Ethics for Professional Accountants (IESBA Code) and the additional requirements applicable in Denmark, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the IESBA Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

STATEMENT ON MANAGEMENT REVIEW

Management is responsible for Management Review.

Our opinion on the financial statements does not cover Management Review, and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read Management Review and, in doing so, consider whether Management Review is materially inconsistent with the financial statements or our knowledge obtained during the audit, or otherwise appears to be materially misstated.

Moreover, it is our responsibility to consider whether Management Review provides the information required under the Danish Financial Statements Act.

Based on the work we have performed, in our view, Management Review is in accordance with the Financial Statements and has been prepared in accordance with the requirements of the Danish Financial Statements Act. We did not identify any material misstatement in Management Review.

MANAGEMENT'S RESPONSIBILITIES FOR THE FINANCIAL STATEMENTS

Management is responsible for the preparation of Financial Statements that give a true and fair view in accordance with the Danish Financial Statements Act, and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting in preparing the financial statements unless management either intends to liquidate the company or to cease operations, or has no realistic alternative but to do so.

AUDITOR'S RESPONSIBILITIES FOR THE AUDIT OF THE FINANCIAL STATEMENTS

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs and the additional requirements applicable in Denmark will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit conducted in accordance with ISAs and the additional requirements applicable in Denmark, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

- Conclude on the appropriateness of management's use of the going concern basis of accounting in preparing the financial statements and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and contents of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that gives a true and fair view.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

Copenhagen, 10 March 2023

PricewaterhouseCoopers
Statsautoriseret Revisionspartnerselskab
CVR No 33 77 12 31

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